

MERGER NOTICE NO 35: 2015

THE PROPOSED INDIRECT ACQUISITION OF 50% OF THE SHARES IN BOTSWANA INSURANCE COMPANY LTD THROUGH PURCHASE OF SHARES IN TELEDIMO (PTY) LTD BY BOTSWANA INSURANCE HOLDINGS LTD

Pursuant to section 56(1) of the Competition Act (Cap 46:09), the Competition Authority has received a merger notification for the proposed indirect acquisition of 50% of the shares in Botswana Insurance Company Ltd through the purchase of shares in Teledimo (Pty) Ltd by Botswana Insurance Holdings Ltd.

Botswana Insurance Holdings Ltd (“BIHL”), the acquiring firm, is a public company listed on the Botswana Stock Exchange. BIHL directly owns and controls Botswana Insurance Fund Management Limited (“BIFM”) which is licensed as an asset management firm; Botswana Life Insurance Limited (“BLIL”) which is licensed as a life insurer; and BIHL Insurance Holdings Ltd (“BIHL Sure”) which is licensed as a short-term insurance company. Both the aforementioned subsidiaries are incorporated under the Laws of the Republic of Botswana. BIHL and its subsidiaries (“the Group”) underwrite all classes of long-term insurance, legal insurance, administer deposit administration schemes, manage investments and administer life and pension funds. Furthermore, it also provides funeral services and micro-lending through its associated companies. BIHL’s Directors are G. Hassam, B. Dambe-Groth, C. Chauhan, R. Dommissie, J. Hinchliffe, M. Mpugwa, A. Roux, M. Seboni and H. Werth.

Teledimo (Pty) Ltd (“Teledimo”), the target firm, is the holder of 100% of the ordinary shares in Botswana Insurance Company Ltd (“BIC”) and is duly licenced as BIC controller in terms of applicable laws. Teledimo’s shares are held as follows; 55.13% by Trans Industries (Pty) Ltd, an investment company; 23.33% by 21st Century (Pty) Ltd, an investment company; 10% by Tantamoga Investments (Pty) Ltd, an investment company; 4.76% by the trustees of the Botswana Insurance Company Employee Participation Scheme Trust (“BIC Share Trust”); 4.5% by Neural (Pty) Ltd and 2.27% by the trustees of the Trans Industries Employee Trust (“TI Share Trust”). All companies with a shareholding in Teledimo are incorporated under the Laws of the Republic of Botswana. BIC is a duly licensed short term insurer operating in Botswana. Teledimo’s Directors are; S.S Mutasa, B.P Nyajeka, L. Khupe, E.M Mophanyane, C. Tibone and P. Daniels.

According to section 57(3), of the Competition Act, “any person, including a third party not a party to the proposed merger, may voluntarily submit to the inspector or the Authority any document, affidavit, statement or other relevant information in respect of a proposed merger”. The Competition Authority therefore seeks any stakeholder views for or against the proposed merger, which may be sent within 10 days from date of this publication to the following address:

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